92 15 6226

0 30374

Q.34683

D92-2256

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

MAY 2 1 1992

13

FORM 8

AMENDMENT TO APPLICATION OR REPORT

Filed Pursuant to Section 12, 13 or 15(d) of
the Securities Exchange Act of 1934

CHRISTIAN PURCHASING NETWORK, INC.

(Exact Name of Registrant as Specified in its Charter)

AMENDMENT NO. 1

The undersigned registrant hereby amends the following items, financial statements, exhibits or other portions of its Quarterly Report on Form 10-Q, as set forth in the pages attached hereto:

Part II: Items 1, 4

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this amendment to be signed on its behalf by the undersigned, thereunto duly authorized.

CHRISTIAN PURCHASING NETWORK, INC.

Date: May 15, 1992

By: Thomas J. McElheny
Thomas J. McElheny
President

PROCESSED BY
3-3-V
MAY 22 1992

BEST COPY
AVAILABLE

Microfilmed by
Q-Data Corp. - St. Petersburg, FL

PART II
OTHER INFORMATION

The Company's Quarterly Report on Form 10-Q is hereby amended to include Items 1 and 4 of Part II, as follows:

Item 1. Legal Proceedings

In May, 1992, the case titled *Joe Holloway v. Christian Purchasing Network, Inc. and Thomas J. McElheny*, Case No. 91-5940, 12th Judicial Circuit Court in and for Sarasota County, Florida was dismissed with prejudice pursuant to an agreement of the Company to settle the matter for an aggregate of $15,000.

Item 4. Submission of Matters to a Vote of Security Holders

On May 1, 1992, an annual Meeting of Shareholders was held, at which the following matters were passed:

(1) the election of the following six directors to the Board of Directors to serve for the terms set forth opposite their respective names;

Thomas J. McElheny (7,241,148 votes for/ 369,150 votes withheld)	3 years	III
Richard O. Donegan (7,241,148 votes for/ 369,150 votes withheld)	3 years	III
Theodore J. Coburn (7,241,148 votes for/ 369,150 votes withheld)	2 years	II
Alexander J. Hahn (7,241,148 votes for/ 369,150 votes withheld)	2 years	II
Kenneth E. Hall (7,241,148 votes for/ 369,150 votes withheld)	1 year	I

Thomas R. Capps (7,241,148 votes for/ 369,150 votes withheld)	1 year	I

(2) the ratification of the selection of KPMG Peat Marwick as the Company's independent auditors for the year ending December 31, 1992 (7,302,798 votes for/1,000 votes against);

(3) the approval of an amendment to the Company's Articles of Incorporation to provide for a classified Board of Directors (7,252,723 votes for/351,050 votes against); and

(4) the approval of the Company's 1991 stock option plan (7,176,123 votes for/413,825 votes against).